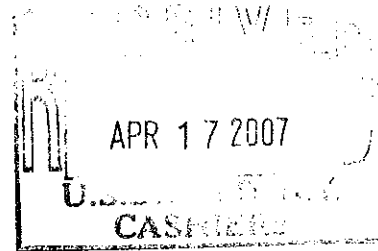


Craig Mende (CM 3906)
James D. Silberstein (JS 7141)
FROSS ZELNICK LEHRMAN & ZISSU, P.C.
866 United Nations Plaza
New York, NY 10017
Tel.: (212) 813-5900
Fax: (212) 813-5901

Attorneys for Plaintiff A.V.M. Software, Inc.



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

A.V.M. SOFTWARE, INC.,

Plaintiff,

v.

DAVID HANSEN and MICHELLE HANSEN,

Defendants.

Civil Action No.

COMPLAINT

Plaintiff, A.V.M. Software, Inc., by its attorneys, Fross Zelnick Lehrman & Zissu, P.C.,
for its complaint alleges:

NATURE OF THE ACTION

1. Plaintiff, which operates the acclaimed www.paltalk.com website, is a leading innovator and provider of on-line video communication, on-line dating, chat room and instant messaging services.
2. This action arises out of defendants' unauthorized and unlawful scheme to trade on plaintiff's PALTALK trademark, its use and registration of the domain name Paltalkladies.com (the "Domain Name"), and its copying, downloading and displaying of photographs, videos and/or other images of plaintiff's customers on defendants' www.paltalkladies.com website (the "Infringing Site"). Plaintiff A.V.M. Software, Inc. asserts claims for (i) trademark infringement under the U.S.

Lanham Act (the "Lanham Act"), 15 U.S.C. § 1114, (ii) unfair competition under the Lanham Act, 15 U.S.C. § 1125(a), (iii) trademark dilution under the Lanham Act, 15 U.S.C. § 1125(c), (iv) cyberpiracy under the Lanham Act, 15 U.S.C. § 1125(d), (v) unfair competition under New York State law; (vi) dilution and injury to business reputation under N.Y. Gen. Bus. Law § 360-1; (vii) breach of contract under New York law; and (viii) violation of the Computer Fraud Act, 18 U.S.C. § 1030. Plaintiff seeks temporary, preliminary and permanent injunctive relief against defendants' use and registration of the term "Paltalk" as part of any domain names or Internet addresses or indicia, including but not limited to the Domain Name, and/or in any manner as a mark and/or to identify its business or its website and/or to designate itself as the source of any goods and services, and against any reproduction, downloading, uploading, distributing, depicting or displaying of images of any of plaintiff's customers; an order to destroy all infringing materials; and monetary relief, including recovery of plaintiff's damages and attorneys' fees.

JURISDICTION AND VENUE

3. This Court has jurisdiction under Section 1051 et. seq. of the Lanham Act, 15 U.S.C. § 1051, et. seq., and 28 U.S.C. §§ 1331, 1332 and 1338(a). Proper venue lies in this district under 28 U.S.C. §§ 1391(b) because, upon information and belief, a substantial part of the events giving rise to the claim occurred in this district.

PARTIES

4. Plaintiff, A.V.M. Software, Inc., d/b/a Paltalk (hereinafter "AVM"), is a New York corporation with a principal place of business of 11 Penn Plaza, 19th Floor, New York, New York 10001.

5. Upon information and belief, defendant David Hansen is a resident of the State of South Dakota, with an address of 410 East 5th Avenue, Redfield, SD 57469.

6. Upon information and belief, defendant Michelle Hansen is a resident of the State of South Dakota, with an address of 410 East 5th Avenue, Redfield, SD 57469.

7. Upon information and belief, defendants Michelle Hansen and David Hansen (the "Hansens") are the owners of the Infringing Site and the Domain Name and are responsible for the unauthorized copying and display on the foregoing website of images of plaintiff's customers.

FACTS COMMON TO ALL CLAIMS FOR RELIEF

A. Plaintiff's Rights

8. Plaintiff is a New York based, privately held company that produces software enabling voice conferencing (VOIP), video conferencing, multimedia chat, and instant messaging over the Internet. Founded in June of 1998, it was the first company to provide video and voice conferencing via the Internet combined with an on-line "buddy list" in one package.

9. Plaintiff is the owner of the mark PALTALK and the domain name Paltalk.com. Since 1998, the PALTALK mark has been continuously used to identify the services of plaintiff, an industry leader since its inception, for Internet "video conferencing" and instant messaging, including on the PALTALK website that plaintiff operates at the Internet address (url) www.paltalk.com. Attached hereto as Exhibit A are representative pages from plaintiff's website.

10. Plaintiff's PALTALK service is the largest video chat community on the Internet and currently has an estimated 32 million total registered users in more than 200 countries.

11. Plaintiff's PALTALK website has been visited by millions of people around the world who have downloaded the acclaimed PALTALK video conferencing and related software. CNET's Download.com, a third party website that tracks on-line software downloads, has listed plaintiff's PALTALK website as the top site on the Internet for "video conferencing."

Download.com's data shows that as of March 26, 2007, the latest version of the PALTALK Messenger application launched in early 2005 has been downloaded more than 6.8 million times. This PALTALK software was downloaded approximately 24 million times from the PALTALK website in 2006.

12. Plaintiff's PALTALK website is regularly listed in the "Pulver100" top private companies in the IP Communications Industry, and plaintiff's website has consistently ranked in the top 5 for the average time a visitor spends at the website, as shown in the Nielson/Net Ratings from the New York Times for January, February, March and May 2005.

13. In addition, plaintiff's website ranked number 8 in December 2006 for Instant Messenger services as recorded by Media Metrix, an independent Internet research company that measures website audience and reports details of on-line media usage, demographics and on-line buying. Plaintiff's PALTALK website also consistently receives a five star rating for web traffic, with more than a million hits per day as recorded by Alexa, another independent Internet research company that measures website traffic.

14. Plaintiff also uses PALTALK and a number of other PALTALK-inclusive marks (collectively, the "PALTALK Marks") to identify various services it offers, including its PALTALK PEOPLE on-line chat room services.

15. Plaintiff has long used its PALTALK Marks in connection with on-line dating, chat room and instant messaging services, and related goods and services.

16. Plaintiff has spent millions of dollars advertising and promoting its products and services since 2002.

17. Plaintiff and its products and services have been featured and praised in a number of online publications including *Forbes*, *Wall Street & Technology Online*, and *ZD Net*. Plaintiff has also been promoted on the nationally syndicated radio talk show *The Howard Stern Show*.

18. Through the tireless labors of plaintiff and those acting under its supervision, as well as plaintiff's uninterrupted, exclusive, and extensive use of the PALTALK Marks, plaintiff has developed enormous goodwill in its PALTALK Marks. Plaintiff's PALTALK Marks have become famous and are immediately recognized and associated by consumers with plaintiff and its products and services.

19. Plaintiff is also the owner of United States Trademark Registration No. 2,270,756 for the mark PALTALK. This registration, which issued on August 17, 1999, is valid, subsisting and in full force and effect, and is incontestable under the Lanham Act. A printout for this registration from the United States Patent and Trademark Office TARR trademark database is attached as Exhibit B.

B. Defendants' Unlawful Activities

20. Upon information and belief, defendants registered and are using the Domain Name, Paltalkladies.com, for the purpose of trading on plaintiff's PALTALK Marks and reputation and diverting plaintiff's customers to their website for commercial gain.

21. Defendants registered the Domain Name after plaintiff acquired exclusive rights in the PALTALK Marks and after PALTALK became famous. Defendants cannot demonstrate or establish any legitimate interest in their registration and use of the Domain Name. There is no relationship between plaintiff and defendants giving rise to any license, permission, or other right by which defendants could own or use any domain name incorporating plaintiff's PALTALK mark. Upon information and belief, the Domain Name is not, nor would it be perceived as, a name or nickname of the defendants, nor is it in any other way identified with or related to any rights or legitimate interests of the defendants.

22. Upon information and belief, defendants derive a financial benefit from the web traffic that is diverted through use of the Domain Name. Defendant's Paltalkladies.com website

functions as a link facilitator to sponsored links. Upon information and belief, revenue is generated from advertising on and/or “click-throughs” from defendants’ site to the sponsored links.

23. Defendants have no rights in PALTALK or the other PALTALK Marks. Upon information and belief, defendants were well aware of the fame of the PALTALK mark and service when they decided to use “PALTALK” as part of the Domain Name, and adopted the Domain Name for the purpose of causing traffic to be directed to their site thereby profiting from such use.

24. Defendants’ prominent and repeated unauthorized use of plaintiff’s PALTALK Marks in connection with their goods and services has irreparably harmed and will continue to harm plaintiffs. Because consumers associate the PALTALK Marks with plaintiff’s authorized goods and services, the use by another of the PALTALK Marks for services in the nature of those provided by defendants will inevitably cause consumers to falsely believe that defendants are connected with or authorized, licensed or sponsored by plaintiffs.

25. Upon information and belief, defendants took steps to shield their identities in connection with ownership of the Domain Name.

26. Additionally, upon information and belief, without obtaining plaintiff’s permission or authorization or that of plaintiff’s customers, defendants logged on to plaintiff’s site, and while on the site, captured, copied, and/or downloaded and then displayed on the Infringing Site, images of other Paltalk users (the “Images”).

27. Such conduct is a plain and willful violation of plaintiff’s Terms of Service on its website (hereinafter “Paltalk Terms of Service”), which provide, inter alia: “it shall be a breach of the Terms of Service for a Paltalk user to capture any Image or Chat that is Published on

Paltalk without the express written consent of (i) the person Publishing the Images or Chat and (ii) the person whose image is Published (if such person is different from the Publisher).”

27. Defendants have undertaken all of the foregoing unlawful activity knowingly, willfully, and in bad faith, as demonstrated by, inter alia, their efforts to shield their identity and to profit unfairly from the Domain Name as a link facilitator. In addition, defendants have ignored plaintiff's demands that defendants cease their unauthorized and unlawful conduct. Upon information and belief, defendants are willfully continuing their unlawful conduct and unless restrained by this Court, will continue such conduct, all to plaintiff's detriment.

28. Upon information and belief, defendants are engaging in a deliberate course of conduct designed to appropriate the goodwill associated with plaintiff's PALTALK Marks and to wrongfully identify their business with plaintiff, its Marks and its advertising efforts, all to plaintiff's detriment. Plaintiff has no adequate remedy at law.

CLAIM ONE

FEDERAL TRADEMARK INFRINGEMENT (15 U.S.C. § 1114(1))

29. Plaintiff realleges and incorporates by reference the allegations contained in paragraphs 1 through 28 above as if they were set forth in full herein.

30. Defendants' prominent and unauthorized use of the term PALTALK in connection with their business and/or the goods and services offered by them and on and/or in connection with the Infringing Site is likely to cause mistake or deception as to the source or sponsorship of defendants' goods and services and/or to mislead consumers into believing that there is a connection between defendants or their goods and services and plaintiff. The Domain Name incorporates the plaintiff's entire PALTALK mark and is confusingly similar to plaintiff's PALTALK Marks. Upon seeing defendants' Domain Name, Paltalkladies.com, consumers will reasonably believe that it is either the plaintiff's or is somehow related to plaintiff. Indeed, consumers who search

the Internet for plaintiff by using plaintiff's Marks may be directed to the defendants' Domain Name, creating a likelihood of confusion.

31. Defendants' uses of PALTALK have been with full knowledge of plaintiff's prior rights in the PALTALK Marks, of plaintiff's objection to defendants' uses thereof, and with an intent and purpose to trade upon plaintiff's goodwill in its PALTALK Marks. Defendants' infringement is thus willful and deliberate.

32. By reason of the foregoing, defendants have violated and are continuing to violate Section 32(1) of the Lanham Act, 15 U.S.C. § 1114(1). Defendants' conduct is causing irreparable injury to plaintiff, and to plaintiff's goodwill and reputation, and will continue both to damage plaintiff and deceive the public unless enjoined by this Court. Plaintiff has no adequate remedy at law.

CLAIM TWO

FEDERAL UNFAIR COMPETITION; FALSE DESIGNATION OF ORIGIN; FALSE AND MISLEADING DESCRIPTIONS AND REPRESENTATIONS (15 U.S.C. § 1125(a))

33. Plaintiff realleges and incorporates by reference the allegations contained in paragraphs 1 through 28 above as if they were set forth in full herein.

34. Defendants' unauthorized uses in commerce of PALTALK are likely to confuse or deceive consumers, or cause consumers to believe mistakenly that defendants and/or their goods and services are affiliated, connected, or associated with, or sponsored or approved by plaintiff. Such uses therefore constitute unfair competition, false designation of origin, and/or a false or misleading description or representation of fact in violation of Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a).

35. Defendants' uses of PALTALK have been with full knowledge of plaintiff's rights in the PALTALK Marks, of plaintiff's objection to defendants' uses thereof, and with an intent and

purpose to trade upon the goodwill of plaintiff's rights therein. Defendants' conduct is thus willful and deliberate.

36. Defendants' conduct is causing irreparable injury to plaintiff and its goodwill and reputation and will continue both to damage plaintiff and deceive the public unless permanently enjoined by this Court. Plaintiff has no adequate remedy at law.

CLAIM THREE

FEDERAL TRADEMARK DILUTION (15 U.S.C. § 1125(c))

37. Plaintiff realleges and incorporates by reference the allegations contained in paragraphs 1 through 28 above as if they were set forth in full herein.

38. Plaintiff's PALTALK mark became famous prior to the time when defendants commenced any use thereof.

39. The sale or provision, or offering thereof by defendants of goods and/or services in connection with the PALTALK mark, alone or in combination with any other words or symbols, is diluting and will continue to dilute the distinctive quality of the well-known and famous PALTALK mark, by blurring and tarnishment, and therefore constitutes federal trademark dilution pursuant to Section 43(c) of the Lanham Act, 15 U.S.C. §§ 1125, et seq., as Amended by the Federal Trademark Dilution Act of 1995.

40. Defendants' uses of PALTALK have been with full knowledge of plaintiff's exclusive rights in the PALTALK Marks, of plaintiff's objection to defendants' uses thereof, and with a deliberate intent and purpose to trade upon the goodwill in plaintiff's PALTALK mark and to dilute the distinctive quality thereof.

41. Defendants' conduct is causing irreparable injury to plaintiff and its goodwill and reputation, and will continue to do so unless enjoined by this Court. Plaintiff has no adequate remedy at law.

CLAIM FOUR

VIOLATION OF ANTICYBERSQUATTING
CONSUMER PROTECTION ACT (15 U.S.C. § 1125(d))

42. Plaintiff realleges and incorporates by reference the allegations contained in paragraphs 1 through 28 above as if they were set forth in full herein.

43. Defendants' Domain Name, Paltalkladies.com, incorporates in full and is confusingly similar to plaintiff's PALTALK mark, and was registered after plaintiff's mark became distinctive and famous.

44. The Infringing Site is not making legitimate use of the Domain Name and defendants can provide no justification for adopting the Domain Name. Upon information and belief, defendants registered the Domain Name in order to capitalize unfairly on plaintiff's fame and consumer recognition of its PALTALK mark and/or to harm plaintiff.

45. Defendants' conduct is causing irreparable injury to plaintiff and its goodwill and reputation, and will continue both to damage plaintiff and deceive the public, in violation of the Anticybersquatting Consumer Protection Act, 15 U.S.C. § 1125(d), unless permanently enjoined by this Court. Plaintiff has no adequate remedy at law.

CLAIM FIVE

UNFAIR COMPETITION UNDER NEW YORK COMMON LAW

46. Plaintiff realleges and incorporates by reference the allegations contained in paragraphs 1 through 28 above as if they were set forth in full herein.

47. Defendants' unauthorized use of a PALTALK-inclusive designation was with the intent to confuse the public and to trade on the goodwill embodied in plaintiff's distinctive PALTALK Marks. This use has been continued in bad faith despite plaintiff's demands that defendants cease and desist from all such use of a PALTALK-inclusive designation.

48. Defendants' unauthorized uses of PALTALK constitute unfair competition because:

- a. plaintiff's use of PALTALK commenced long before any use thereof defendants can claim;
- b. defendants' use of PALTALK is designed and intended to, but regardless of such intent, likely to confuse and mislead consumers into believing that defendants' and plaintiff's businesses are somehow related;
- c. they subject plaintiff unwillingly to associate with defendants' services or goods without any ability for plaintiff to supervise and control the nature or quality thereof;
- d. they are a willful taking of the goodwill and reputation created by plaintiff's investment and effort over almost 10 years, without contribution by defendants.

49. Upon information and belief, defendants are engaging in a deliberate course of conduct designed to appropriate the goodwill associated with plaintiff's PALTALK Marks and to wrongfully identify their business with plaintiff, its Marks and its advertising efforts all to plaintiff's harm. Plaintiff has no adequate remedy at law.

50. Defendants have injured plaintiff by harming its business reputation and by passing off defendants' services as emanating from or authorized by plaintiff. Defendants' conduct is likely to cause confusion as to the origin, source or sponsorship of its goods and services, or to cause mistake or to deceive the public into believing that defendants' goods and services originate with or are otherwise authorized by plaintiff or that defendants' business is somehow connected with or related to plaintiff's business.

51. By reason of the foregoing, defendants have willfully violated and are continuing to violate plaintiff's rights under the common law of the State of New York. Defendants' conduct is causing irreparable injury to plaintiff and to its goodwill and reputation and will continue both to

damage plaintiff and deceive the public unless permanently enjoined by this Court. Plaintiffs have no adequate remedy at law.

CLAIM SIX

TRADEMARK DILUTION
(New York General Business Law §360-1)

52. Plaintiff realleges and incorporates by reference the allegations contained in paragraphs 1 through 28 above as if they were set forth in full herein.

53. Defendants' use of plaintiff's famous PALTALK mark in connection with their goods and services creates a likelihood of injury to plaintiff's business reputation associated with its mark, and of diminution and dilution of the distinctive quality of plaintiff's PALTALK Marks in violation of New York General Business Law §360-1.

54. Defendants' acts alleged herein have caused, and unless restrained and enjoined by this Court, will continue to cause irreparable injury to plaintiff for which plaintiff is without an adequate remedy at law.

CLAIM SEVEN

BREACH OF CONTRACT UNDER NEW YORK LAW

55. Plaintiff realleges and incorporates by reference each of the allegations set forth in paragraphs 1 through 28 above.

56. The Terms of Service for plaintiff's PALTALK site provide, inter alia, that "it shall be a breach of the Terms of Service for a Paltalk user to capture any Image or Chat that is Published on Paltalk without the express written consent of (i) the person Publishing the Images or Chat and (ii) the person whose image is Published (if such person is different from the Publisher)."

57. Upon information and belief, defendants accessed plaintiff's website and without plaintiff's written consent or authorization or that of plaintiff's customers, and in violation of plaintiff's Terms of Service, captured and displayed on the Infringing Site Images that were published on Paltalk.

58. Such conduct by defendants is in breach of plaintiff's Terms of Service and has caused plaintiff damage, including, without limitation, plaintiff's loss of existing and prospective clients and/or license fees, and has enabled defendants to profit illegally therefrom, all in violation of New York law.

CLAIM EIGHT

VIOLATION OF COMPUTER FRAUD ACT (18 U.S.C. § 1030(a))

59. Plaintiff realleges and incorporates by reference each of the allegations set forth in paragraphs 1 through 28 above.

60. Without authorization from plaintiff, defendants, from their place of business in South Dakota, accessed plaintiff's private and password-protected computers, located in the State of New York, and unlawfully copied the Images therefrom and displayed them on the Infringing Site.

61. Upon information and belief, defendants' foregoing conduct has been knowing and willful.

62. Such conduct by defendants has caused plaintiff damage in excess of \$5,000 and will continue to cause injury to plaintiff unless enjoined by this Court.

63. Such conduct by defendants constitutes a violation of the Computer Fraud Act, 18 U.S.C. § 1030(a)(2)(C), 18 U.S.C. § 1030(a)(5)(A)(iii) and 18 U.S.C. § 1030(a)(5)(B)(i).

WHEREFORE, plaintiff demands judgment against defendants as follows:

A. Defendants, and their officers, directors, servants, employees, agents, licensees, attorneys, successors, affiliates, parents, subsidiaries and assigns, and any and all persons in active concert or participation with any of them who receive notice of such judgment directly or otherwise, be permanently enjoined from:

(i) Using and/or registering as a trade name, domain name, business name, Internet or email address, mark, or identifier in any manner or media whatsoever and/or maintaining any registrations of any nature for the terms PALTALK and PALTALKLADIES and/or any confusingly similar variants thereof;

(ii) Using any false designation of origin or false description, or performing any act which can, or is likely to, lead members of the trade or public to believe that any product manufactured, distributed or sold or service sold or offered by or on behalf of defendants is in any manner associated or connected with plaintiff, or sold, manufactured, licensed, sponsored, offered, approved or authorized by plaintiff;

(iii) Misrepresenting the nature, characteristics and qualities of defendants' goods and/or services on their website and/or otherwise in commercial advertising and promotion;

(iv) Engaging in any other activity constituting unfair competition with plaintiff, or constituting an infringement of plaintiff's PALTALK Marks, or of plaintiff's rights in, or to use or exploit such Marks;

(v) Diluting the distinctive quality of plaintiff's PALTALK Marks;

(vi) Capturing, copying, downloading and/or displaying any Images published on plaintiff's website and/or any images or depictions of plaintiff's customers;

(vii) Violating plaintiff's Terms of Service;

(viii) Assisting, aiding or abetting any other person or business entity in engaging in or performing any of the activities referred to in subparagraphs (i) through (vii) above;

B. Defendants be ordered to deliver up for destruction all Images;

C. Defendants, at their own expense, be directed to revise their website and all other sites, and printed and electronic materials to eliminate (i) all uses of PALTALK and PALTALKLADIES and any and all confusingly similar variants thereof and (ii) all depictions of the Images;

D. Directing such other relief as the Court may deem appropriate to prevent the trade and public from deriving the erroneous impression that any products manufactured, sold or otherwise circulated or promoted or services offered by defendants or any advertisements or promotions used by or created for defendants are authorized by plaintiff or related in any way to plaintiff's goods and/or services.

E. Directing defendants to transfer the Domain Name to plaintiff within ten (10) days after entry of judgment and directing that if defendants fail to comply herewith that plaintiff's counsel, acting as attorney in fact on behalf of plaintiff, may submit a request to the registrar of the Domain Name that the Domain Name be immediately transferred to plaintiff.

F. Directing that defendants file with the Court and serve upon plaintiff's counsel within thirty (30) days after entry of such judgment, a report in writing under oath, setting forth in detail the manner and form in which defendants have complied with the above.

G. Awarding plaintiff such damages as it has sustained or will sustain by reason of defendants' trademark infringement, unfair competition and other unlawful acts.

H. Awarding plaintiff all gains, property and advantages derived by defendants from such conduct; and pursuant to 15 U.S.C. § 1107, awarding plaintiff an amount up to three times

the amount of such actual damages sustained as a result of defendants' violation of the Lanham Act.

I. Awarding plaintiff statutory damages, of up to \$100,000 for damages plaintiff sustained as a result of defendants' violation of the Anticybersquatting Consumer Protection Act, 15 U.S.C. § 1125(d).

J. Awarding plaintiff exemplary and punitive damages to deter any future willful infringement as the court finds appropriate.

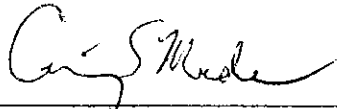
K. Awarding plaintiff its costs and disbursements incurred in this action, including its reasonable attorneys' fees.

L. Awarding plaintiff interest, including pre-judgment interest, on the foregoing sums.

M. Awarding plaintiff such other and further relief as the Court may deem just and proper.

Dated: New York, NY
April 16, 2007

FROSS ZELNICK LEHRMAN & ZISSU, P.C.

By: 

Craig Mende (CM 3906)
James D. Silberstein (JS 7141)
866 United Nations Plaza
New York, NY 10017
Tel.: (212) 813-5900
Fax: (212) 813-5901

Attorneys for Plaintiff A.V.M. Software, Inc.

Exhibit A

paltalk.com

Home

Messenger

My Paltalk

People

Chat Groups

Buy

Download

Member Login

New User? Start Here

Start Chatting!

Find people talking about any subject live with voice & video.

S IM Just Went Super. Paltalk Video Chat Messenger 9.0

- World's largest video chat community - 4+ million users!
- Thousands of video chat rooms - virtually every topic
- SuperIM™ - FREE group video calls with up to 10 friends
- Integrated multiplayer games and streaming music
- IM with your AIM, YAHOO! and ICQ friends

[Click Here to Read More](#)

[Click Here to Download Paltalk 9.0](#)

Over 50,000 members are now online in over 3,000 rooms

Chat Editor's Pick

"...video, audio and text chatting makes for a strong chatware program that includes a wealth of features."

Top Video Chat Rooms

Chat About: Friends, Love and Romance



Paltalk People

Display: ☒ Women ☒ Men

[Make New Friends Voice Video](#)

[Worldwide](#)

[131 Members Chatting](#)

[Internationals Make New Friends](#)

[51 Members Chatting](#)



kidphoenix

[3 Pics](#) | [M](#) | [28](#) | [IL](#)

Interests: chinese, medicine, astrology

candi1985

[4 Pics](#) | [F](#) | [21](#) | [US](#)

[Friends Love and Romance Flirting Roo...](#)

46 Members Chatting

[International heart and soul lovers I...](#)
41 Members Chatting

[Hmoob Kooshaum Tsevnueg Yammeej](#)
36 Members Chatting

[View All Chat Rooms](#)



Interests: animals anything that makes me
cry audio clubbing CSI entertaining Hound Dog
Taylor music nightlife outdoors pets socializing sports s
ports outdoors Stephen King's The Shining

ozman1

3 Pics | M | 39 | AU

Interests:

Audio Computers Cooking Financial Food Gardening Ge
ography History Home Internet investing Movies Music
Nature Science Video



[View More People](#)

[\[News | Advertisers | Affiliates | Support | Terms of Service | Privacy | Contact Us | Site Map | Link to Us | Web
Conferencing \]](#)

© 1999-2007 Paltalk. All rights reserved.



paltalk.com

Start Chatting!

Home | Messenger | My Paltalk | People | Chat Groups | Buy | Download

What is Paltalk | Premium Rooms | Hot News | Demo

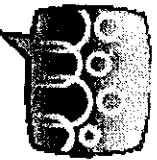
Member Login
New User? Start Here

What is Paltalk?

Premium Rooms | Hot News | Demo | Download More

Paltalk is the largest video chat community on the Internet with over four million active members participating in live voice- and video-enabled chat rooms. We allow thousands of simultaneous users to communicate using video and voice all in the same chat room. The Paltalk Messenger is also compatible with leading instant messaging (IM) services.

The ultimate video chat experience



World's largest video chat community - over 4 million active members!

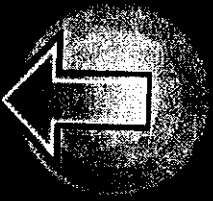
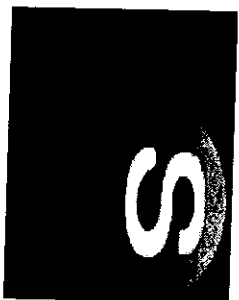
- Thousands of chat rooms to choose from
- Topics include - politics, friendship, dating, finance, trivia/games, current events, plus many more!
- Build your own Profile and meet new people
- Create your own room - it's FREE



Instant Message with AIM, YAHOO! & ICQ

Announcing Paltalk 9.0 - our latest software!

- Introducing SuperIM™ - the ultimate voice, text & video chat experience all within an IM window
- Our highest quality TV picture and sound
- Enhanced video publishing for improved picture clarity & color contrast
- Hands free speaking and simultaneous voices
- Multiplayer Games & Downloadable Music from Rhapsody



Click Here to Download Paltalk 9.0

Over 57,000 members are now online in over 3,000 rooms

- Simply download our latest software
- Register your nickname
- Become part of the Paltalk community and start video chatting today!
- No Webcam or Microphone needed to get started

[[News](#) | [Advertisers](#) | [Affiliates](#) | [Support](#) | [Terms of Service](#) | [Privacy](#) | [Contact Us](#) | [Site Map](#) | [Link to Us](#) | [Web Conferencing](#)]

© 1999-2007 Paltalk. All rights reserved.



paltalk.com



Home

Messenger

My Paltalk

People

Chat Groups

Buy

Download

Member Login
New User? Start Here

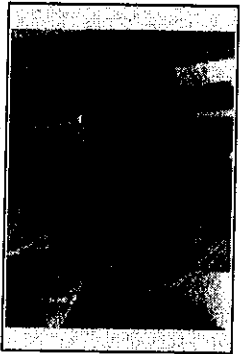
Create My Profile | View My Profile

Pick a subject, any subject and then meet, mix, and mingle with millions of Paltalkers who are already chatting about that exact subject.



Paltalk People

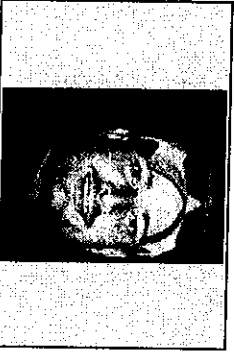
Display ☒ Women ☒ Men



cutie_139

1 Pic(s) | F | 46 | Adelaide, AU
hey

Interests: Adventure Audio Clubbing
Computers Dance Internet Movies
Music Nightlife Outdoors Parenting
Sports Sports Outdoors Theatre Travel



JXTREEME1

4 Pic(s) | M | 34 | Adrian, MI, US
LOOKING FOR FRIEND

Interests: adventure audio computers
indoors internet movies music nature
science socializing sports sports
indoors travel video

4 Pic(s) | F | 19 | AL, US
sweet rocker girl

Interests: concerts cool people movies

Search:

Enter Interests/Keywords

☐ Online Now

Use any/all of these optional fields for better results

Men ☐ photos & videos ☐ Age

Q 60

Click here for more search options

Join Paltalk People Now!

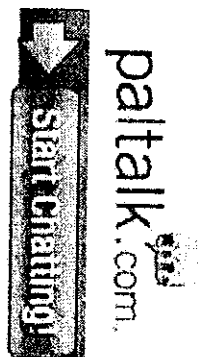
- > Create and edit your profile page
- > Search around and find someone just like you
- > Upload your pictures and videos
- > Link to your friends and sign their guestbooks



View More People

[[News](#) | [Advertisers](#) | [Affiliates](#) | [Support](#) | [Terms of Service](#) | [Privacy](#) | [Contact Us](#) | [Site Map](#) | [Link to Us](#)]
© 1999-2007 Paltalk. All rights reserved.





Login to Create a Group or Manage Your Groups.

- [Home](#)
- [Messenger](#)
- [My Paltalk](#)
- [People](#)
- [Chat Groups](#)
- [Buy](#)
- [Download](#)

[Member Login](#)
New User? Start Here.

Login to access your groups.

Browse Groups

Special Features Chat
[Talk, Music, Events,](#)

Live Interactive Radio Chat
[XM Radio, Sirius radio, Radio \(Other\), Talk Shows, Reality, Animation, Comedy, Drama, Action, Movies,](#)

Friends, Love and Romance Chat
[Divorced, Flirting, Gay / Lesbian / Bi, International, Just Friends, Young Adults, 40's and 50's, Seniors, Teens 13-17 \(no adults\), Temporary, 20s, 30s,](#)

Africa Chat
[Other, Ethiopia, Ghana, Kenya, Nigeria, Somalia, South Africa, Sudan,](#)

Social Issues and Politics Chat
[Government & Politics, Human Rights, Military, Taxes, Other, Temporary,](#)

Help Chat
[Help Rooms, Special Features, Welcome Lobbies,](#)

Europe Chat
[Netherlands, Greece, Turkey, Montenegro, France, Germany, Italy, Russia, Spain, Other, Temporary, Austria, Belgium, Bosnia-Herzegovina, Croatia, Czech Republic, Denmark, Finland, Hungary, Ireland, Macedonia, Norway, Poland, Portugal, Romania, Slovenia, Sweden, Switzerland, Ukraine, United Kingdom, Serbia,](#)

Search: Groups

[Click here for Advanced Search](#)

Central & South America Chat
[Mexico, Argentina, Brazil, Chile, Colombia, Peru, Puerto Rico, Venezuela, Other,](#)

Adult Chat
[Conversation, Gay / Lesbian / Bi, Playground, International,](#)

Games Chat
[Casual Video Games, Chess & Other Board Games, MMOG, Puzzles and Trivia, Other, Temporary, Paltalk Games, Role-Playing Games,](#)

Arts & Entertainment Chat
[Books, Celebrity Watch, Movies, Music, Pop Culture, Television, Other,](#)

Computers and Technology Chat
[Communications & Networking, Computer Help & Advice, Engineering, Programming / IT, Other, Temporary, Internet, Software,](#)

Education Chat
[Graduate School, Learn Different Languages, Online Universities, Study Groups, Technical and Trade Schools, Other, Temporary, Colleges & Universities, Student Organizations,](#)

Sports & Hobbies Chat
[American Football, Basketball, Cricket, Motor Sports / NASCAR, Soccer / Football, Other, Temporary, Baseball, Outdoors, Tennis, Wrestling,](#)

Asia, Pacific, Oceania Chat

[Pakistan](#), [Iran](#), [Australia](#), [India](#), [Philippines](#), [Vietnam](#),
[Other, Temporary](#), [Bangladesh](#), [China](#), [Hong Kong](#),
[Indonesia](#), [Japan](#), [Laos](#), [Malaysia](#), [New Zealand](#),
[Singapore](#), [South Korea](#), [Taiwan](#), [Thailand](#),

United States & Canada Chat

[Alabama](#), [Alaska](#), [Alberta](#), [Arizona](#), [Arkansas](#), [British Columbia](#), [California](#), [Colorado](#), [Connecticut](#), [Delaware](#),
[Florida](#), [Georgia](#), [Hawaii](#), [Idaho](#), [Illinois](#), [Indiana](#), [Iowa](#),
[Kansas](#), [Kentucky](#), [Louisiana](#), [Maine](#), [Manitoba](#),
[Maryland](#), [Massachusetts](#), [Michigan](#), [Minnesota](#),
[Mississippi](#), [Missouri](#), [Montana](#), [Nebraska](#), [Nevada](#), [New Brunswick](#), [New Hampshire](#), [New Jersey](#), [New Mexico](#),
[New York](#), [Newfoundland and Labrador](#), [North Carolina](#),
[North Dakota](#), [Nova Scotia](#), [Ohio](#), [Oklahoma](#), [Ontario](#),
[Oregon](#), [Pennsylvania](#), [Puerto Rico](#), [Quebec](#), [Rhode Island](#), [Saskatchewan](#), [South Carolina](#), [South Dakota](#),
[Tennessee](#), [Texas](#), [Utah](#), [Vermont](#), [Virginia](#),
[Washington](#), [West Virginia](#), [Wisconsin](#), [Wyoming](#),

Middle East Chat

[Business & Technology](#), [Community & Family](#), [Friends & Relationships](#), [Government & Politics](#), [Islam](#), [Lifestyle & Ethnicity](#), [Music](#), [Adult](#), [Other](#), [Temporary - Middle East](#), [Temporary - Arabic](#), [Christianity](#), [Algeria](#), [Armenia](#),
[Bahrain](#), [Egypt](#), [Eritrea](#), [Iran](#), [Iraq](#), [Israel](#), [Jordan](#),
[Kuwait](#), [Lebanon](#), [Libya](#), [Morocco](#), [Oman](#), [Pakistan](#),
[Palestinian Territories](#), [Saudi Arabia](#), [Syria](#), [Tunisia](#),
[United Arab Emirates](#), [Yemen](#),

Family and Community Chat

[Ancestry & Genealogy](#), [Cooking & Food](#), [Guns](#),
[Parenting](#), [Pets](#), [Modeling](#), [Other](#), [Temporary](#), [Home & Gardening](#),

Ethnic Groups Chat

[African-American](#), [Hispanics](#), [Native American](#), [Other](#),
[Temporary](#), [Arab American](#), [Asian American](#), [Kurdish](#),

Religion & Spirituality Chat

[Astrology](#), [Atheism](#), [Metaphysical](#), [Buddhism](#),
[Christianity](#), [Hindi](#), [Interfaith](#), [Islam](#), [Judaism](#), [Wicca](#),
[Other](#), [Temporary](#), [Spirituality](#),

Health Chat

[Beauty](#), [Fitness & Nutrition](#), [Traditional Medicine](#),
[Overcoming Addiction](#), [Other](#), [Temporary](#),

Business and Finance Chat

[Day Traders / Stocks & Bonds](#), [Investments](#), [MLM](#),
[Small Business](#), [Temporary](#), [Companies & Industry](#),
[Personal Finance](#), [Real Estate](#),

Miscellaneous Chat

[Other](#),

Music Chat

[Classical](#), [Country](#), [Dance](#), [Trance](#), [Rave](#), [Jazz](#),
[Karaoke / Singing](#), [Live Music](#), [Rap & Hip Hop](#), [Rock](#),
[Metal](#), [Ska](#), [Goth](#), [Other](#), [Temporary](#), [Blues](#), [Gospel](#),
[Oldies](#),

[[Advertisers](#) | [Affiliates](#) | [Support](#) | [Terms of Service](#) | [Privacy](#) | [Contact Us](#) | [Site Map](#) | [Link to Us](#)]
 © 1999-2006 Paltalk. All rights reserved.

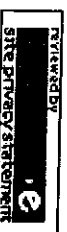


Exhibit B

Thank you for your request. Here are the latest results from the TARR web server.

This page was generated by the TARR system on 2007-04-13 10:18:50 ET

Serial Number: 75523503 Assignment Information

Registration Number: 2270756

Mark (words only): PALTALK

Standard Character claim: No

Current Status: Section 8 and 15 affidavits have been accepted and acknowledged.

Date of Status: 2005-05-05

Filing Date: 1998-07-22

Transformed into a National Application: No

Registration Date: 1999-08-17

Register: Principal

Law Office Assigned: LAW OFFICE 112

If you are the applicant or applicant's attorney and have questions about this file, please contact the Trademark Assistance Center at TrademarkAssistanceCenter@uspto.gov

Current Location: 830 -Post Registration

Date In Location: 2005-08-23

LAST APPLICANT(S)/OWNER(S) OF RECORD

1. A.V.M. Software, Inc.

Address:

A.V.M. Software, Inc.
213 WEST 35TH ST. 13TH FL
NEW YORK, NY 10001
United States

Legal Entity Type: Corporation

State or Country of Incorporation: New York

GOODS AND/OR SERVICES

International Class: 009

Class Status: Active

Computer software allowing for spontaneous real time audio/video conversation over a global computer network

Basis: 1(a)

First Use Date: 1998-07-00

First Use in Commerce Date: 1998-07-00

ADDITIONAL INFORMATION

(NOT AVAILABLE)

MADRID PROTOCOL INFORMATION

(NOT AVAILABLE)

PROSECUTION HISTORY

2006-07-27 - Initial Review Action Mailed - Sect 8 And 15

2005-07-28 - Section 8 (6-year) and Section 15 Filed

2005-07-28 - TEAS Section 8 & 15 Received

2005-07-28 - TEAS Section 8 & 15 Received

2005-05-05 - Section 8 (6-year) accepted & Section 15 acknowledged

2005-04-14 - Section 8 (6-year) and Section 15 Filed

2005-04-14 - PAPER RECEIVED

2005-03-09 - TEAS Change Of Correspondence Received

2002-07-11 - PAPER RECEIVED

1999-08-17 - Registered - Principal Register

1999-05-25 - Published for opposition

1999-04-23 - Notice of publication

1999-02-26 - Approved for Pub - Principal Register (Initial exam)

1999-02-26 - Amendment to Use approved

1999-02-25 - Assigned To Examiner

1999-01-30 - Amendment to use processing complete

1999-01-08 - Amendment to Use filed

ATTORNEY/CORRESPONDENT INFORMATION

Attorney of Record

J. ALLISON STRICKLAND

Correspondent

J. ALLISON STRICKLAND
FROSS ZELNICK LEHRMAN & ZISSU, P.C.
866 UNITED NATIONS PLAZA
NEW YORK NY 10017
Phone Number: (212) 813-5900
